

E-filed 9/6/06

1 LERACH COUGHLIN STOIA GELLER
 2 RUDMAN & ROBBINS LLP
 3 WILLIAM S. LERACH (68581)
 4 DARREN J. ROBBINS (168593)
 5 TRAVIS E. DOWNS III (148274)
 6 655 West Broadway, Suite 1900
 7 San Diego, CA 92101
 8 Telephone: 619/231-1058
 9 619/231-7423 (fax)
 10 billl@lerachlaw.com
 11 darrenr@lerachlaw.com
 12 travisd@lerachlaw.com

13 – and –

14 SHAWN A. WILLIAMS (213113)
 15 MARIA V. MORRIS (223903)
 16 MONIQUE C. WINKLER (213031)
 17 100 Pine Street, Suite 2600
 18 San Francisco, CA 94111
 19 Telephone: 415/288-4545
 20 415/288-4534 (fax)
 21 swilliams@lerachlaw.com
 22 mariam@lerachlaw.com
 23 moniquew@lerachlaw.com

24 SCHIFFRIN & BARROWAY, LLP
 25 ERIC L. ZAGAR
 26 SEAN M. HANDLER
 27 280 King of Prussia Road
 28 Radnor, PA 19087
 Telephone: 610/667-7706
 610/667-7056 (fax)
 ezagar@sbclasslaw.com
 shandler@sbclasslaw.com

[Proposed] Co-Lead Counsel for Plaintiffs

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN JOSE DIVISION

VIKEN KALINDJIAN, Derivatively on Behalf) No. C-06-3440-JF
 of Nominal Defendant TRIDENT)
 MICROSYSTEMS, INC.)

Plaintiff,)

vs.)

GLEN M. ANTLE, JUNG-HERNG CHANG,)
 YASUSHI CHIKAGAMI, PETER JEN,)
 FRANK C. LIN, GERRY LIU, JOHN LUKE,)

STIPULATION AND [PROPOSED] ORDER
 CONSOLIDATING CASES FOR ALL
 PURPOSES, APPOINTING LEAD
 PLAINTIFFS AND CO-LEAD COUNSEL
 AND SETTING SCHEDULE FOR FILING
 OF CONSOLIDATED COMPLAINT

STIP & [PROPOSED] ORDER CONSOL CASES FOR ALL PURPOSES, APPOINTING LEAD PLTFs
 & CO-LEAD COUNSEL & SETTING SCHED FOR FILING OF CONSOL COMP - C-06-3440-JF

1 AMIR MASHKOORI, MILLARD PHELPS,
and W. STEPHEN ROWE,

2
3 Defendants,

4 – and –

5 TRIDENT MICROSYSTEMS, INC.,

6 Nominal Defendant.

7
8 TO BE CONSOLIDATED WITH

9 GERALD W. KEENEY, Derivatively on
Behalf of TRIDENT MICROSYSTEMS,
INC.,

No. C-06-4329-JF

10 Plaintiff,

11 vs.

12 FRANK C. LIN, PETER JEN, JOHN S.
13 EDMUNDS, JUNG-HERNG CHANG,
14 YASUSHI CHIKAGAMI, MILLARD
PHELPS, GLEN M. ANTLE and JOHN
LUKE,

15 Defendants,

16 – and –

17 TRIDENT MICROSYSTEMS, INC., a
18 Delaware corporation,

19 Nominal Defendant.

20
21 WHEREAS, there are two related shareholder derivative actions on behalf of Nominal
22 Defendant Trident Microsystems, Inc. pending before this Court:

23 **Abbreviated Case Name**

Case Number

Date Filed

24 *Kalindjian v. Antle, et al.*

C-06-3440-JF

05/26/06

25 *Keeney v. Lin, et al.*

C-06-4329-JF

07/14/06

26 WHEREAS, the two related *Trident Microsystems* shareholder derivative actions arise out of
27 the same transactions and occurrences and involve the same or substantially similar issues of law and
28 fact, and, therefore, should be consolidated for all purposes under Fed. R. Civ. P. 42(a).

1 WHEREAS, plaintiffs and defendants agree that any other actions filed in or transferred to
 2 this Court which arise out of or relate to the same facts as alleged in the above-referenced actions
 3 should be consolidated for all purposes under Fed. R. Civ. P. 42(a).

4 WHEREAS, plaintiffs and defendants agree that judicial economy will be served by the entry
 5 of a schedule for the filing of answers or other responses to the Consolidated Complaint.

6 THEREFORE, IT IS STIPULATED AND AGREED by plaintiffs and defendants, through
 7 their respective counsel of record, as follows:

8 **I. CONSOLIDATION OF ACTIONS**

9 1. The following actions are hereby consolidated for all purposes, including pretrial
 10 proceedings, trial and appeal:

11	Abbreviated Case Name	Case Number	Date Filed
12	<i>Kalindjian v. Antle, et al.</i>	C-06-3440-JF	05/26/06
13	<i>Keeney v. Lin, et al.</i>	C-06-4329-JF	07/14/06

14 2. The caption of these consolidated actions shall be "*In re Trident Microsystems, Inc.*
 15 *Derivative Litigation*" and the files of these consolidated actions shall be maintained in one file
 16 under Master File No. C-06-3440-JF. Any other actions now pending or later filed in this Court
 17 which arise out of or are related to the same facts as alleged in the above-identified cases shall be
 18 consolidated for all purposes, if and when they are brought to the Court's attention.

19 3. Every pleading filed in the consolidated actions, or in any separate action included
 20 herein, shall bear the following caption:
 21
 22
 23
 24
 25
 26
 27
 28

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

In re TRIDENT MICROSYSTEMS,
Inc., DERIVATIVE LITIGATION

Master File No. C-06-3440-JF

This Document Relates To:

4. When a pleading is intended to be applicable to all actions governed by this Order, the words "All Actions" shall appear immediately after the words "This Document Relates To": in the caption set out above. When a pleading is intended to be applicable to only some, but not all, of the consolidated actions, this Court's docket number for each individual action to which the pleading is intended to be applicable and the abbreviated case name of said action shall appear immediately after the words "This Document Relates To": in the caption described above (*e.g.*, "No. C-06-3440-JF, *Kalindjian v. Antle, et al.*").

5. A Master Docket and a Master File hereby are established for the above consolidated proceedings and for all other related cases filed in or transferred to this Court. Separate dockets shall continue to be maintained for each of the individual actions hereby consolidated, and entries shall be made in the docket of each individual case in accordance with the regular procedures of the clerk of this Court, except as modified by this Order.

6. When a pleading is filed and the caption shows that it is applicable to "All Actions," the clerk shall file such pleading in the Master File and note such filing on the Master Docket. No further copies need be filed, and no other docket entries need be made.

7. When a pleading is filed and the caption shows that it is to be applicable to fewer than all of the consolidated actions, the clerk will file such pleading in the Master File only but shall docket such filing on the Master Docket and the docket of each applicable action.

1 8. When a case which properly belongs as part of *In re Trident Microsystems, Inc.*
2 *Derivative Litigation* is filed in this Court or transferred to this Court from another court, the clerk of
3 this Court shall:

4 (a) Place a copy of this Order in the separate file for such action;
5 (b) Mail to the attorneys for the plaintiff(s) in the newly filed or transferred case a
6 copy of this Order and direct that this Order be served upon or mailed to any new defendant(s) or
7 their counsel in the newly filed or transferred case; and

8 (c) Make an appropriate entry on the Master Docket. This Court requests the
9 assistance of counsel in calling to the attention of the clerk of this Court the filing or transfer of any
10 case which properly might be consolidated as part of *In re Trident Microsystems, Inc. Derivative*
11 *Litigation*.

12
13 **II. APPOINTMENT OF LEAD PLAINTIFFS AND CO-LEAD COUNSEL**

14 It is further stipulated by plaintiffs only that:

15 9. Plaintiffs, Viken Kalindjian and Gerald W. Keeney shall be appointed Lead Plaintiffs.

16 10. The law firms of Lerach Coughlin Stoia Geller Rudman & Robbins LLP and
17 Schiffrin & Barroway, LLP shall be appointed Co-Lead Counsel for plaintiffs in the consolidated
18 *Trident Microsystems* shareholder derivative actions.

19 11. Co-Lead Counsel shall have authority to speak for plaintiffs in matters regarding
20 pretrial and trial procedure and settlement negotiations, and shall make all work assignments in such
21 manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative
22 or unproductive effort.

23 12. Co-Lead Counsel shall be responsible for coordination of all activities and
24 appearances on behalf of plaintiffs and for the dissemination of notices and orders of this Court. No
25
26
27
28

1 motion, request for discovery or other pretrial proceedings shall be initiated or filed by plaintiffs
2 except through Co-Lead Counsel.

3 13. Co-Lead Counsel also shall be available and responsible for communications to and
4 from this Court. Co-Lead Counsel shall be responsible for the creation and maintenance of a master
5 service list of all parties and their respective counsel.

6
7 14. Defendants take no position on the appointment of Lead Plaintiffs or Co-Lead
8 Counsel.

9 15. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel, or
10 other duly authorized representatives of plaintiffs, and such agreements shall be binding on
11 plaintiffs.

12 **III. SCHEDULE**

13 16. Plaintiffs shall have 60 days from the entry of this Order to file and serve a
14 Consolidated Complaint which will supersede all existing complaints filed in these actions.
15 Defendants need not respond to any of the pre-existing complaints. Service, pursuant to Rule 4 of
16 the Federal Rules of Civil Procedure, of any of the pre-existing complaints on any of the defendants,
17 or their counsel, shall constitute sufficient service on that defendant. Service shall be effected with
18 respect to any defendant named in any of the consolidated actions by serving the Consolidated
19 Complaint on that defendant's counsel.
20

21 17. Each defendant shall answer or otherwise respond to the Consolidated Complaint no
22 later than 45 days from the date of service. In the event that defendants file and serve any motion
23 directed at the Consolidated Complaint, plaintiffs shall file and serve their opposition within 45 days
24
25
26
27
28

1 after the service of defendants' motion. If defendants file and serve a reply to plaintiffs' opposition,
2 they will do so within 15 days after service of the opposition.

3 DATED: August 31, 2006

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
SHAWN A. WILLIAMS
MARIA V. MORRIS
MONIQUE C. WINKLER

7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

/s/
MONIQUE C. WINKLER

100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
WILLIAM S. LERACH (68581)
DARREN J. ROBBINS (168593)
TRAVIS E. DOWNS III (148274)
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
619/231-7423 (fax)

[Proposed] Co-Lead Counsel for Plaintiffs

I, MONIQUE C. WINKLER, am the ECF User whose ID and password are being used to
file this STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45,
X.B., I hereby attest that ROBIN WINCHESTER have concurred in this filing.

22 DATED: August 31, 2006

SCHIFFRIN & BARROWAY, LLP
SEAN M. HANDLER
ROBIN WINCHESTER

/s/
ROBIN WINCHESTER

280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706
610/667-7056 (fax)

1 after the service of defendants' motion. If defendants file and serve a reply to plaintiffs' opposition,
2 they will do so within 15 days after service of the opposition.

3 DATED: August __, 2006

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
SHAWN A. WILLIAMS
MARIA V. MORRIS
MONIQUE C. WINKLER

8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

MONIQUE C. WINKLER

100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
WILLIAM S. LERACH (68581)
DARREN J. ROBBINS (168593)
TRAVIS E. DOWNS III (148274)
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
619/231-7423 (fax)

[Proposed] Co-Lead Counsel for Plaintiffs

DATED: August __, 2006

SCHIFFRIN & BARROWAY, LLP
SEAN M. HANDLER
ROBIN WINCHESTER

ROBIN WINCHESTER

280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706
610/667-7056 (fax)

[Proposed] Co-Lead Counsel for Plaintiffs

DATED: August 28, 2006

SHEARMAN & STERLING LLP
JEFFREY S. FACTER



JEFFREY S. FACTER

STIP & [PROPOSED] ORDER CONSOL CASES FOR ALL PURPOSES, APPOINTING LEAD PLTFs
& CO-LEAD COUNSEL & SETTING SCHED FOR FILING OF CONSOL COMP - C-06-3440-JF

525 Market Street
San Francisco, CA 94105
Telephone: 415/616-1100
415/616-1199 (fax)

Counsel for Defendant Frank C. Lin

DATED: August 30, 2006

HOWARD RICE NEMEROVSKI CANADY
FALK & RABKIN, A Professional Corporation
SARAH A. GOOD
JIN H. KIM


JIN H. KIM

Three Embarcadero Center, Seventh Floor,
San Francisco, CA 94111-4024
Telephone: 415/434-1600
415/217-5910 (fax)

Counsel for Defendants Glen M. Antle, Jung-
Herng Chang, Yasushi Chikagami, Peter Jen,
Gerry Liu, John Luke, Amir Mashkoori, Millard
Phelps, and W. Steven Rowe

DATED: August __, 2006

PILLSBURY WINTHROP SHAW
PITTMAN, LLP
CHARLES J. LANDY
WALTER J. ROBINSON
THOMAS G. ALLEN

WALTER J. ROBINSON

2475 Hanover Street
Palo Alto, CA 94304-1114
Telephone: 650/233-4500
650/233-4545 (fax)

PILLSBURY WINTHROP SHAW
PITTMAN, LLP
CHARLES J. LANDY
THOMAS G. ALLEN
2300 N Street N.W.
Washington D.C. 20037
Telephone: 202/663-8000
202/663-8007 (fax)

Counsel for Defendant John S. Edmunds

525 Market Street
San Francisco, CA 94105
Telephone: 415/616-1100
415/616-1199 (fax)

Counsel for Defendant Frank C. Lin

DATED: August __, 2006

HOWARD RICE NEMEROVSKI CANADY
FALK & RABKIN, A Professional Corporation
SARAH A. GOOD
JIN H. KIM

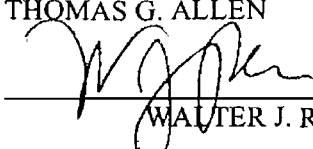
JIN H. KIM

Three Embarcadero Center, Seventh Floor,
San Francisco, CA 94111-4024
Telephone: 415/434-1600
415/217-5910 (fax)

Counsel for Defendants Glen M. Antle, Jung-
Herng Chang, Yasushi Chikagami, Peter Jen,
Gerry Liu, John Luke, Amir Mashkooori, Millard
Phelps, and W. Steven Rowe

DATED: August 29, 2006

PILLSBURY WINTHROP SHAW
PITTMAN, LLP
CHARLES J. LANDY
WALTER J. ROBINSON
THOMAS G. ALLEN



WALTER J. ROBINSON

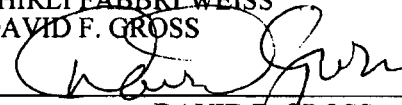
2475 Hanover Street
Palo Alto, CA 94304-1114
Telephone: 650/233-4500
650/233-4545 (fax)

PILLSBURY WINTHROP SHAW
PITTMAN, LLP
CHARLES J. LANDY
THOMAS G. ALLEN
2300 N Street N.W.
Washington D.C. 20037
Telephone: 202/663-8000
202/663-8007 (fax)

Counsel for Defendant John S. Edmunds

1 DATED: August 31, 2006

DLA PIPER RUDNICK GRAY CARY
SHIRLI FABBRI WEISS
DAVID F. GROSS



DAVID F. GROSS

153 Townsend Street, Suite 800
San Francisco, CA 94107
Telephone: 415/836-2562
415/836-2501 (fax)

Counsel for Nominal Defendant Trident
Microsystems, Inc.

* * *

ORDER

PURSUANT TO STIPULATION, IT IS ORDERED.

DATED: 9/5/06



THE HONORABLE JEREMY FOGEL
UNITED STATES DISTRICT JUDGE

t:\cases\trident deriv\stip00033423.doc

STIP & [PROPOSED] ORDER CONSOL CASES FOR ALL PURPOSES, APPOINTING LEAD PLTFS
& CO-LEAD COUNSEL & SETTING SCHED FOR FILING OF CONSOL COMP - C-06-3440-JF

CERTIFICATE OF SERVICE

I hereby certify that on August 31, 2006, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

/s/ Monique C. Winkler
MONIQUE C. WINKLER

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)
E-mail: moniquew@lerachlaw.com

Mailing Information for a Case 5:06-cv-03440-JF

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Robert S. Green**
RSG@CLASSCOUNSEL.COM CAND.USCOURTS@CLASSCOUNSEL.COM
- **Eric L. Zagar**
ezagar@sbclasslaw.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

Gerald W. Keeney